



Suzanne Henderson

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**THIRD AGREEMENT TO EXTEND PRIMARY TERM AND
TO AMEND OIL AND GAS LEASE**

STATE OF TEXAS §
 §
COUNTY OF TARRANT §

WHEREAS, on the 18th day of May, 2004, Elizabeth S. Gill, as Lessor, executed an Oil and Gas Lease, referred to herein as "The Elizabeth S. Gill Lease dated May 18, 2004," in favor of Adexco Production Company, recorded in Tarrant County Clerk's Document No. D204226950, Deed Records, Tarrant County, Texas, covering and describing 15.75 acres of land, more or less, out of the Margaret Rockerfellow Survey, Abstract No. 1267, Tarrant County, Texas, and said Lease now being owned by the present Lessee, XTO Energy Inc., referred to herein as "Lessee," and

WHEREAS, Elizabeth S. Gill, as a Grantee in that certain Special Warranty Gift Deed dated on or about February 23, 2007, recorded as Tarrant County Clerk's Document No. D207066411, Deed Records, Tarrant County, Texas, is a successor-in-interest to that certain Oil, Gas and Mineral Lease executed by Charles R. Seeton, now Deceased, referred to herein as "The Elizabeth S. Gill as successor in interest Lease," in favor of Adexco Production Company, dated May 17, 2004, and recorded as Tarrant County Clerk's Document No. D204226946, Deed Records, Tarrant County, Texas, and said Lease now being owned by the present Lessee, XTO Energy Inc., and

WHEREAS, on the 28th day of February, 2007, Elizabeth S. Gill executed an Agreement To Extend Primary Term and To Amend Oil and Gas Lease for the above referenced Oil and Gas Leases, extending the primary term an additional one (1) year and to amend the acreage amount to 16.745 acres, which said extension and amendment is recorded in Tarrant County Clerk's Document No. D207084421, Deed Records, Tarrant County, Texas, and

WHEREAS, on the 6th day of December, 2007, Elizabeth S. Gill executed a Second Agreement To Extend Primary Term and Amendment to Oil and Gas Lease for The Elizabeth S. Gill Lease dated May 18, 2004, extending the primary term an additional six (6) months and amending the royalty provided for in the Lease from 1/6th to be increased to twenty-five percent (25%), which said second extension and amendment is recorded in Tarrant County Clerk's Document No. D207448539, Deed Records, Tarrant County, Texas, and

WHEREAS, with respect to The Elizabeth S. Gill as successor in interest Lease, it is the desire of the parties hereto to extend the primary term an additional six (6) months and to amend the royalty provided for in said lease from 1/6th to be increased to twenty-five percent (25%).

NOW, THEREFORE, I, the undersigned, the present owner of the oil, gas and other minerals in, on and under said land, in consideration of the sum of One Dollar and other valuable considerations cash in hand paid by XTO Energy Inc., the receipt of which is acknowledged, do hereby agree as follows:


With respect to the interest held by Elizabeth S. Gill as a successor-in-interest to that certain Oil, Gas and Mineral Lease executed by Charles R. Seeton, dated May 17, 2004, and recorded as Tarrant County Clerk's Document No. D204226946, Deed Records, Tarrant County, Texas, that the primary term stipulated in paragraph 2 of said lease is hereby extended from three (3) years to four (4) years from the date of said lease by the first Agreement to Extend Primary Term and that by this Third Agreement to Extend Primary Term and To Amend Oil and Gas Lease, the primary term stipulated in paragraph 2 of said lease is now changed to four (4) years and six (6) months from the date of said lease.

With respect to the interest held by Elizabeth S. Gill as a successor-in-interest to that certain Oil, Gas and Mineral Lease executed by Charles R. Seeton, dated May 17, 2004, and recorded as Tarrant County Clerk's Document No. D204226946, Deed Records, Tarrant County, Texas, that all reference to the 1/6th royalty provided in the lease shall be amended to now read twenty-five percent (25%).

To effectuate the purposes and intent of the parties hereto, there is hereby leased and let unto XTO Energy Inc. all the oil, gas and other products manufactured from oil and gas produced, in, on and under said land for and during the term of said leases as herein amended and extended, and subject to the provisions thereof. Except as herein changed, the provisions of said leases and any recorded amendment thereto shall remain in full force and effect, and are hereby ratified, adopted and confirmed the same as if incorporated herein.

This Amendment is signed by Lessor and Lessee as of the date of the acknowledgment of their signatures below, but is effective for all purposes as of May 18, 2004.

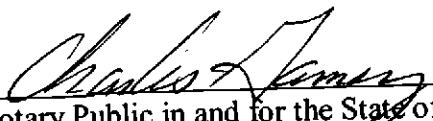
IN WITNESS WHEREOF this instrument is executed on this the 6th day of May, 2008.


Elizabeth S. Gill

STATE OF TEXAS §
 §
COUNTY OF TARRANT §

ACKNOWLEDGMENT

This instrument was acknowledged before me on the 6th day of May, 2008 by
Elizabeth S. Gill.


Notary Public in and for the State of Texas

